

**UNITED STATES DISTRICT COURT
DISTRICT OF PUERTO RICO**

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In re: THE FINANCIAL OVERSIGHT AND MANAGEMENT BOARD FOR PUERTO RICO, as representative of THE COMMONWEALTH OF PUERTO RICO, <i>et al.</i> , Debtors. ¹	PROMESA Title III No. 17 BK 3283-LTS (Jointly Administered)
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**NOTICE OF AMENDED² AGENDA OF MATTERS SCHEDULED
FOR THE HEARING ON DECEMBER 19–20, 2018 AT 9:30 A.M. AST³**

Time and Date of Hearing: **Wednesday, December 19, 2018,**
from 9:30 a.m. to 12:00 p.m.,
from 1:00 p.m. to 5:00 p.m.,
and, if necessary,
Thursday, December 20, 2018,
from 9:30 a.m. to 12:00 p.m.,
(Atlantic Standard Time)

Location of Hearing: Honorable Laura Taylor Swain, United States District Court Judge
Courtroom 3
United States District Court for the District of Puerto Rico
Clemente Ruiz Nazario United States Courthouse
150 Carlos Chardón Avenue
San Juan, P.R. 00918-1767

Video Teleconference: The hearing will be broadcast by **video teleconference in Courtroom 17C⁴** of the United States District

¹ The Debtors in these Title III Cases, along with each Debtor's respective Title III case number and the last four (4) digits of each Debtor's federal tax identification number, as applicable, are the (i) Commonwealth of Puerto Rico (Bankruptcy Case No. 17 BK 3283-LTS) (Last Four Digits of Federal Tax ID: 3481); (ii) Puerto Rico Sales Tax Financing Corporation ("COFINA") (Bankruptcy Case No. 17 BK 3284-LTS) (Last Four Digits of Federal Tax ID: 8474); (iii) Puerto Rico Highways and Transportation Authority ("HTA") (Bankruptcy Case No. 17 BK 3567-LTS) (Last Four Digits of Federal Tax ID: 3808); (iv) Employees Retirement System of the Government of the Commonwealth of Puerto Rico ("ERS") (Bankruptcy Case No. 17 BK 3566-LTS) (Last Four Digits of Federal Tax ID: 9686); and (v) Puerto Rico Electric Power Authority ("PREPA") (Bankruptcy Case No. 17 BK 4780-LTS) (Last Four Digits of Federal Tax ID: 3747) (Title III case numbers are listed as Bankruptcy Case numbers due to software limitations).

² New or revised information added since the previous agenda has been marked with an asterisk ("*").

³ Attendees should note that daylight savings time ended on November 4, 2018. As such, the hearing will take place at 9:30 a.m. Atlantic Standard Time, which is 8:30 a.m. Eastern Standard Time, on December 19–20, 2018.

Court for the Southern District of New York, **Daniel Patrick Moynihan Courthouse, 500 Pearl Street, New York, NY 10007**

Copies of Documents: Copies of all documents filed in these title III cases are available free of charge (a) by visiting <https://cases.primeclerk.com/puertorico> or by calling +1 (844) 822-9231, and (b) on the Court's website at <http://www.prd.uscourts.gov>, subject to the procedures and fees set forth therein.

I. STATUS REPORT:

1. Report from the Oversight Board

Description: The Oversight Board will report on the general status of the negotiation and formulation of additional plans of adjustment, as well as the anticipated timeline for the filing and confirmation of such plans.

Estimated Time Required: 15 minutes.

II. FEE EXAMINER RELATED MATTERS:

1. Fee Examiner's Motion to Impose Additional Presumptive Standards. Fee Examiner's Motion to Impose Additional Presumptive Standards: Rate Increases and the Retention of Expert Witnesses or Other Sub-Retained Professionals [**Case No. 17-3283, ECF No. 4370**]

Description: The Fee Examiner seeks entry of an order imposing additional presumptive standards: rate increases and the retention of expert witnesses or other sub-retained professionals.

Objection Deadline: December 4, 2018 at 4:00 p.m. (Atlantic Standard Time).

Responses:

A. None.

Reply, Joinder & Statement Deadlines: December 12, 2018 at 4:00 p.m. (Atlantic Standard Time).

Replies, Joinders & Statements:

A. None.

Related Documents:

A. Certification of Counsel Regarding Fee Examiner's Motion to Impose Additional Presumptive Standards: Rate Increases and the Retention of Expert Witnesses or

⁴ Attendees should check the notice board in the lobby of the New York courthouse on the morning of the hearing to confirm the courtroom location.

Other Sub-Retained Professionals Set for Hearing on December 19, 2018 at 9:30 A.M. (AST) [Case No. 17-3283, ECF No. 4453]

- B. Fee Examiner's Supplemental Report, Status Report, and Informative Motion on Presumptive Standards Motion and on Uncontested Fee Applications for the Third (February 1-May 31, 2018) Interim Compensation Period Recommended for Court Approval—All at or before the Omnibus Hearing Scheduled for December 19, 2018 At 9:30 A.M. (AST) [Case No. 17-3283, ECF No. 4455]

Status: This matter is going forward.

Estimated Time Required: 5 minutes.

2. **Report from the Fee Examiner regarding Second and Third Interim Applications for Compensation.**

Description: The Fee Examiner, Brady C. Williamson, will present his recommendations regarding the second and third interim applications for allowance of compensation and reimbursement of expenses submitted by the following professionals:

	Applicant	Docket No.	Period
1.	Munger Tolles & Olson (Counsel for Oversight Board)	3519	8/1/2017 <input type="checkbox"/> 5/31/2018
2.	Filsinger Energy Partners (Chief Financial Advisor <input type="checkbox"/> PREPA)	3526	2/01/2018 <input type="checkbox"/> 05/31/2018
3.	Bettina M. Whyte (COFINA Agent)	3540	2/01/2018 <input type="checkbox"/> 5/31/2018
4.	Willkie Farr & Gallagher LLP (Counsel for COFINA Agent)	3541	2/01/2018 <input type="checkbox"/> 5/31/2018
5.	Klee, Tuchin, Bogdanoff & Stern LLP (Special Municipal Bankruptcy Counsel for COFINA Agent)	3542	2/01/2018 <input type="checkbox"/> 5/31/2018
6.	Nilda Navarro <input type="checkbox"/> Cabrer (Puerto Rico Counsel for COFINA Agent)	3545	2/01/2018 - 5/31/2018
7.	O'Neill & Borges LLC (Puerto Rico Counsel to Oversight Board)	3559	2/01/2018 <input type="checkbox"/> 5/31/2018
8.	Cancio, Nadal, Rivera & Diaz, PSC (Puerto Rico Counsel to PREPA)	3560	2/01/2018 <input type="checkbox"/> 5/31/2018
9.	Zolfo Cooper, LLC (Financial Advisors to PREPA)	3565	2/01/2018 <input type="checkbox"/> 5/31/2018

Presentation of recommendations regarding the second and third interim applications for allowance of compensation and reimbursement of expenses submitted by the following professionals has been adjourned until the January 30, 2019 omnibus hearing:

	Applicant	Docket No.	Period
1.	Proskauer Rose LLP (Bankruptcy Counsel to Debtors Commonwealth)	2868	10/01/2017 <input type="checkbox"/> 01/31/2018
2.	Proskauer Rose LLP (Bankruptcy Counsel to Debtors COFINA)	2870	10/01/2017 <input type="checkbox"/> 01/31/2018
3.	Proskauer Rose LLP (Bankruptcy Counsel to Debtors ERS)	2872	10/01/2017 <input type="checkbox"/> 01/31/2018
4.	Proskauer Rose LLP (Bankruptcy Counsel to Debtors PREPA)	2876	10/01/2017 <input type="checkbox"/> 01/31/2018
5.	Proskauer Rose LLP (Bankruptcy Counsel to Debtors HTA)	2874	10/01/2017 <input type="checkbox"/> 01/31/2018
6.	Ankura Consulting Group, LLC (Financial Advisors to the Puerto Rico Fiscal Agency and Financial Advisory Authority)	2751	10/01/2017 <input type="checkbox"/> 1/31/2018
7.	Ankura Consulting Group, LLC (Financial Advisors to PREPA)	2755	10/01/2017 <input type="checkbox"/> 1/31/2018
8.	Citigroup Global Markets Inc. (Investment Banker and Financial Advisor to FOMB)	2944	1/27/2017 <input type="checkbox"/> 1/31/2018
9.	Ankura Consulting Group LLC (Financial Advisors to Commonwealth)	3564	2/01/2018 <input type="checkbox"/> 5/31/2018
10.	Ankura Consulting Group LLC (Financial Advisors to PREPA)	918 (17-4780) / 3658	2/01/2018 <input type="checkbox"/> 5/31/2018
11.	Paul Hastings LLP (Counsel to Official Committee of Unsecured Creditors)	3568	2/01/2018 <input type="checkbox"/> 5/31/2018
12.	DLA Piper (Counsel to AAFAF)	3569	2/01/2018 <input type="checkbox"/> 5/31/2018
13.	Proskauer Rose (Counsel for Debtors COFINA)	3571	2/01/2018 <input type="checkbox"/> 5/31/2018
14.	Proskauer Rose (Counsel for Debtors ERS)	3590	2/01/2018 <input type="checkbox"/> 5/31/2018
15.	Proskauer Rose (Counsel for Debtors HTA)	3576	2/01/2018 <input type="checkbox"/> 5/31/2018
16.	Proskauer Rose (Counsel for Debtors PREPA)	3582	2/01/2018 <input type="checkbox"/> 5/31/2018
17.	Proskauer Rose (Counsel for Debtors Commonwealth)	3588	2/01/2018 <input type="checkbox"/> 5/31/2018
18.	O'Melveny & Myers (Counsel to AAFAF – COFINA)	3575	2/01/2018 <input type="checkbox"/> 5/31/2018
19.	O'Melveny & Myers (Counsel to AAFAF – ERS)	3578	2/01/2018 <input type="checkbox"/> 5/31/2018
20.	O'Melveny & Myers (Counsel to AAFAF – HTA)	3579	2/01/2018 <input type="checkbox"/> 5/31/2018

	Applicant	Docket No.	Period
21.	O'Melveny & Myers (Counsel to AAFAF – Commonwealth)	3581	2/01/2018 <input type="checkbox"/> 5/31/2018
22.	Citigroup Global Markets Inc. (Investment Banker and Financial Advisor to FOMB)	4020	2/01/2018 <input type="checkbox"/> 5/31/2018
23.	Deloitte Financial Advisory Services LLP (Debtor's Financial Advisor)	3831	2/01/2018 <input type="checkbox"/> 5/31/2018

Related Documents:

- A. Fee Examiner's Third Interim Report on Professional Fees and Expenses (February 1, 2018–May 31, 2018), Summary of Uncontested Fee Applications for the Third Interim and Prior Compensation Periods, Notice of Deferral of Specific Second and Third Interim Applications for Consideration at the December 19 Omnibus Hearing or at a Later Date, and Informative Motion Regarding Attendance and Participation at November 7, 2018 Hearing [**Case No. 17-3283, ECF No. 4126**]
- B. Fee Examiner's Supplemental Report, Status Report, and Informative Motion on Presumptive Standards Motion and on Uncontested Fee Applications for the Third (February 1-May 31, 2018) Interim Compensation Period Recommended for Court Approval—All at or before the Omnibus Hearing Scheduled for December 19, 2018 At 9:30 A.M. (AST) [**Case No. 17-3283, ECF No. 4455**]

Status: This matter is going forward.

Estimated Time Required: 20 minutes.

III. CONTESTED MATTERS:

1. **AMPR's Motion for Relief from Stay.** Motion for Relief from Automatic Stay [**Case No. 17-3283, ECF No. 3914**]

Description: Asociación de Maestros de Puerto Rico, and its Union, Asociación de Maestros de Puerto Rico-Local Sindical, both of which are affiliates of the American Federation of Teachers, seek relief from the automatic stay.

Objection Deadline: October 27, 2018 at 4:00 p.m. (Atlantic Standard Time).

Responses:

- A. Objection of the Commonwealth to Motion for Relief from Automatic Stay filed by Asociación de Maestros de Puerto Rico, and its Union, Asociación de Maestros de Puerto Rico-Local Sindical [**Case No. 17-3283, ECF No. 4038**]

Reply, Joinder & Statement Deadlines: October 19, 2018 at 4:00 p.m. (Atlantic Standard Time).

Replies, Joinders & Statements:

- A. Movants' Reply to Objection of the Commonwealth to Motion for Relief From Automatic Stay Filed by AMPR and AMPR-LS [Case No. 17-3283, ECF No. 4071]

Related Documents:

- A. Order Scheduling Briefing of Motion for Relief from Automatic Stay [Case No. 17-3283, ECF No. 3916]
- B. Urgent Joint Motion for Extension of Deadlines [Case No. 17-3283, ECF No. 3960]
- C. Order Extending Deadlines under Order Scheduling Briefing of Motion for Relief from Automatic Stay [Case No. 17-3283, ECF No. 3966]
- D. Unopposed Motion of Commonwealth of Puerto Rico for Leave to File Sur-Reply to Movants' Reply to Objection of the Commonwealth to Motion for Relief from Automatic Stay Filed by AMPR and AMPR-LS [Case No. 17-3283, ECF No. 4107]
- E. Order Granting Unopposed Motion of Commonwealth of Puerto Rico for Leave to File Sur-Reply [Case No. 17-3283, ECF No. 4449]

Status: This matter is going forward.

Estimated Time Required: 30 minutes.

- 2. ***Rivera-Carrasquillo, et.al. v. Eduardo Bhatia-Gautier, et.al. and Consolidated Cases Plaintiffs, and Torres-Torres, et.al. v. Perelló-Borrás, et.al. and Consolidated Cases Plaintiffs' Motion for Relief from Stay. Motion for Relief from Stay [Case No. 17-3283, ECF No. 4211]**

Description: One hundred and nine (109) plaintiffs that comprise *Rivera-Carrasquillo, et.al. v. Eduardo Bhatia-Gautier, et.al.*, Civil Case No. 13-1296 (PG), and consolidated cases; and eighty-two (82) plaintiffs that comprise *Torres-Torres, et.al. v. Perelló-Borrás, et.al.*, Civil Case No. 13-1560 (PG), and consolidated cases, seek relief from the automatic stay to enforce non-debtors' personal, settlement liability arising from two settlement agreements executed between Movants and the non-debtors related to a wrongful termination suit.

Objection Deadline: December 4, 2018 at 4:00 p.m. (Atlantic Standard Time).

Responses:

- A. Objection of the Commonwealth of Puerto Rico to Motion for Relief from Stay Filed by Plaintiffs in *Rivera-Carrasquillo, et. al. v. Eduardo Bhatia-Gautier, et. al.*, and *Torres-Torres, et. al. v. Perelló-Borrás, et. al.* [Case No. 17-3283, ECF No. 4403]

Reply, Joinder & Statement Deadlines: December 11, 2018 at 4:00 p.m. (Atlantic Standard Time).

Replies, Joinders & Statements:

- A. Reply to Objection of the Commonwealth of Puerto Rico to Motion for Relief from Stay Filed by Plaintiffs in Rivera-Carrasquillo, et. al. v. Eduardo Bhatia-Gautier, et. al., and Torres-Torres, et. al. v. Perelló-Borrás, et. al. [**Case No. 17-3283, ECF No. 4448**]

Related Documents:

- A. Order Scheduling Briefing of Motion for Relief from Stay [**Case No. 17-3283, ECF No. 4223**]

Status: *This matter will be taken on submission.

Estimated Time Required: *N/A

- 3. **COFINA's Motion to Authorize Rejection of Debt Service Deposit Agreement with Lehman Brothers Special Financing Inc.** Motion of Puerto Rico Sales Tax Financing Corporation, Pursuant to Bankruptcy Code Section 365(a), for Entry of an Order Authorizing Rejection of the Debt Service Deposit Agreement with Lehman Brothers Special Financing Inc. [**Case No. 17-3283, ECF No. 4374**]

Description: Puerto Rico Sales Tax Financing Corporation seeks entry of an order, pursuant to Bankruptcy Code Section 365(a), authorizing rejection of the debt service deposit agreement with Lehman Brothers Special Financing Inc.

Objection Deadline: December 4, 2018 at 4:00 p.m. (Atlantic Standard Time) for all parties other than Lehman Brothers, and December 6, 2018 at 4:00 p.m. (Atlantic Standard Time) for Lehman Brothers.

Responses:

- A. Response and Reservation of Rights of Lehman Brothers Holdings Inc. as Plan Administrator for Lehman Brothers Special Financing Inc. to the Motion of Puerto Rico Sales Tax Financing Corporation, Pursuant to Bankruptcy Code Section 365(a), for Entry of an Order Authorizing Rejection of the Debt Service Deposit Agreement with Lehman Brothers Special Financing Inc. [**Case No. 17-3283, ECF No. 4423**]

Reply, Joinder & Statement Deadlines: December 12, 2018 at 4:00 p.m. (Atlantic Standard Time).

Replies, Joinders & Statements:

- A. Reply of Puerto Rico Sales Tax Financing Corporation to Response and Reservation of Rights of Lehman Brothers Holdings Inc. with Respect to Rejection of Debt Service Deposit Agreement [**Case No. 17-3283, ECF No. 4454**]

Related Documents:

- A. Joint Motion to Inform Agreed upon Extension of Time to Submit Lehman Brothers Holdings, Inc.'s Response to the Puerto Rico Sales Tax Financing Corporations' Motion for entry of Order Authorizing Rejection of the Debt Service Deposit Agreement with Lehman Brothers Special Financing, Inc. [Case No. 17-3284, ECF No. 379]

Status: This matter is going forward.

Estimated Time Required: 10 minutes.

IV. COFINA CONFIRMATION RELATED MATTERS:

1. **Motion for Order Establishing Procedures re Section 19.5 of the COFINA Plan.**
Urgent Consensual Motion for Entry of Order Establishing Procedures Regarding Section 19.5 of the COFINA Plan of Adjustment [Case No. 17-3283, ECF No. 4457]

Description: The Oversight Board seeks entry of an order establishing procedures regarding Section 19.5 of the COFINA Plan of Adjustment.

Objection Deadline: December 17, 2018 at 4:00 p.m. (Atlantic Standard Time).

Responses:

- A. None.

Reply, Joinder & Statement Deadlines: N/A.

Replies, Joinders & Statements:

- A. [TBD]

Related Documents:

- A. Scheduling Order Regarding Urgent Consensual Motion for Entry of Order Establishing Procedures Regarding Section 19.5 of the COFINA Plan of Adjustment [Case No. 17-3283, ECF No. 4459]

Status: This matter is going forward.

Estimated Time Required: 5 minutes.

2. **Pre-Trial Conference.**

Description: Pre-trial conference for the COFINA confirmation hearing.

Estimated Time Required: 20 minutes.

V. ADJOURNED MATTERS:

1. **Bank of New York Mellon's Motion to Reinstate its Motion for Partial Summary Judgment.** Motion of the Bank of New York Mellon, as Trustee, to Reinstate its Motion for Partial Summary Judgment [**Case No. 17-133, ECF No. 519**]

Description: The Bank of New York Mellon, as trustee, seeks to reinstate its motion for partial summary judgment.

Objection Deadline: January 2, 2019 at 5:00 p.m. (Atlantic Standard Time).

Responses:

A. [TBD]

Reply, Joinder & Statement Deadlines: January 9, 2019 at 5:00 p.m. (Atlantic Standard Time).

Replies, Joinders & Statements:

A. [TBD]

Related Documents:

- A. Motion of the Bank of New York Mellon, as Trustee, for Partial Summary Judgment Pursuant to Fed. R. Civ. P. 56 [**Case No. 17-133, ECF No. 435**]
- B. Urgent Consensual Motion of the Bank of New York Mellon, as Trustee, to Extend Briefing Deadlines on its Motion to Reinstate its Motion for Partial Summary Judgment, and to Adjourn Hearing [**Case No. 17-133, ECF No. 522**]
- C. Order Granting Urgent Consented Motion of the Bank of New York Mellon, as Trustee, to Extend Briefing Deadlines on its Motion to Reinstate its Motion for Partial Summary Judgment, and to Adjourn Hearing [**Case No. 17-133, ECF No. 523**]

Status: This matter has been adjourned until a hearing on January 16, 2019 at 9:30 a.m. (Atlantic Standard Time).

Estimated Time Required: N/A

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Dated: December 18, 2018
San Juan, Puerto Rico

Respectfully submitted,

/s/ Martin J. Bienenstock

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